

The Proposals of YIT Corporation's Board of Directors and its Committees to the Annual General Meeting to Be Held on 11 March 2011

Distribution of profits

The Board of Directors proposes that a dividend of EUR 0.65 per share be paid and that the rest of the profit be carried forward to the distributable equity. No dividend will be paid for treasury shares.

The right to dividends rests with a shareholder who, by the record date of the dividend payment 16 March 2011, has been entered as a shareholder in the Company's shareholder register maintained by Euroclear Finland Ltd. The Board of Directors will most likely propose that the dividend be paid on 7 April 2011.

The number of the members of the Board of Directors and the members of the Board

The Board's Nomination and Rewards Committee proposes that a Chairman, a Vice Chairman and five ordinary members be elected to the Board of Directors.

The Committee proposes that Henrik Ehrnrooth be elected as the Chairman of the Board of Directors, Reino Hanhinen as the Vice Chairman, and Kim Gran, Eino Halonen, Antti Herlin, Satu Huber and Michael Rosenlew as the members of the Board of Directors.

The remuneration of the members of the Board of Directors

The Board's Nomination and Rewards Committee proposes that the following fees be paid to the Board of Directors: to the Chairman EUR 6,600/month (EUR 79,200/year), to the Vice Chairman EUR 5,000/month (EUR 60,000/year), to a member EUR 3,900/month (EUR 46,800/year) and a meeting fee of EUR 550 per meeting. In addition, it is proposed that EUR 550 be similarly paid to the members of the committees of the Board of Directors for each committee meeting and that per diems be paid for trips in Finland and abroad in accordance with the State's travelling compensation regulations.

The remuneration of the auditor

The Board's Audit Committee proposes that the auditor's fees be paid according to their invoices approved by the Company.

Proposed auditor

The Audit Committee proposes that PricewaterhouseCoopers Oy, Authorised Public Accountants, be elected as the Company's auditor.

Repurchase of the Company's own shares

The Board of Directors proposes that the Annual General Meeting authorise the Board of Directors to decide on the repurchase of the Company's own shares using the Company's unrestricted equity under the following terms and conditions:

1. A maximum of 10,500,000 Company shares may be purchased.
2. The shares will be purchased in proportion to the shareholders' holdings. The purchase will be carried out through public trading arranged by NASDAQ OMX Helsinki Ltd.
3. The shares will be purchased at their market value formed in public trading on NASDAQ OMX Helsinki Ltd at the time of purchase.
4. The share purchase will decrease the Company's distributable unrestricted equity.

The Board of Directors proposes that the authorisation shall reverse the authorisation to repurchase the Company's own shares issued by the Annual General Meeting on 10 March 2010.

The Board of Directors proposes that the authorisation be valid until 31 March 2012.

Amendment of the Company's Articles of Association

The Board of Directors proposes that the Company's Articles of Association be amended. The key contents of the amendment are as follows:

- 2 § The term 'network services' shall be removed from the Company's line of business. The Board of Directors proposes that the section be kept unchanged otherwise.
- 4 § The provision that no person over 68 years of age may be appointed to the Board of Directors shall be removed. The Board of Directors proposes that the section be kept unchanged otherwise.
- 8 § The provision concerning the notice of the general meeting of shareholders shall be amended to read as follows: 'The notice of the general meeting of shareholders shall be submitted by publishing it on the Company's Internet pages. Notwithstanding this, the Board of Directors may decide to publish the notice as a newspaper announcement. In this case, the notice shall be submitted through publication in a national newspaper selected by the Board of Directors. Otherwise, the provisions of the Companies Act on the notice of a general meeting shall apply.' The Board of Directors proposes that the section be kept unchanged otherwise.
- 9 § The section is proposed to be amended to read as follows:
'The Annual General Meeting of Shareholders shall
Be presented with:
- the financial statements and Report of the Board of Directors
- the Auditor's report and
Pass resolutions on:
- the adoption of the financial statements and the consolidated financial statements
- the use of the profit shown on the balance sheet
- discharge from liability of the President and CEO and the members of the Board of Directors
- the number of members on the Board of Directors
- the remuneration of the Chairman, the Vice Chairman and the members of the Board of Directors
- the remuneration of the Auditor
and
Elect
- the Chairman, the Vice Chairman and the members of the Board of Directors and
- the Auditor
Address
- all the other issues indicated in the notice of the meeting.'

Helsinki, 3 February 2011

**YIT Corporation
The Board of Directors**